

KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP

WASHINGTON HARBOUR, SUITE 400

3050 K STREET, NW

WASHINGTON, D.C. 20007-5108

(202) 342-8400

FACSIMILE

(202) 342-8451

www.kelleydrye.com

NEW YORK, NY

LOS ANGELES, CA

CHICAGO, IL

STAMFORD, CT

PARSIPPANY, NJ

BRUSSELS, BELGIUM

AFFILIATE OFFICES

MUMBAI, INDIA

DIRECT LINE: (202) 342-8544

EMAIL: jheitmann@kelleydrye.com

May 20, 2013

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

**Re: Boomerang Wireless, LLC Notice of *Ex Parte* Presentation; WC
Docket Nos. 11-42, 09-197**

Dear Ms. Dortch:

On Thursday, May 16, 2013, Dennis Henderson, Fred Haumesser, James Balvanz and Kim Lerhman from Boomerang Wireless, LLC (“Boomerang”) and John Heitmann and Joshua Guyan from Kelley Drye & Warren LLP met with Priscilla Delgado Argeris of Commissioner Rosenworcel’s office to introduce Boomerang and to discuss its enTouch Wireless branded Lifeline service consistent with the enclosed presentation.

During the meeting we commended the Commission for its successful and effective reforms of the Lifeline program and explained the many ways in which Boomerang has demonstrated its commitment to be a trusted partner in and good steward of the program. Boomerang described its process for viewing photo ID from all applicants for enrollment in its Lifeline service, as well as its employee review of all Lifeline enrollments prior to finalization, even though those steps were not part of Boomerang’s compliance plan. Boomerang has decided to take these additional steps in its petition for eligible telecommunications carrier (“ETC”) status in the federal jurisdiction states in order to remain at the forefront of compliance and take every step to combat waste, fraud and abuse in the Lifeline program.¹ Despite that conservative regulatory posture, and the fact that Boomerang’s compliance plan was approved on August 8,

¹ Although Boomerang’s federal ETC petition only commits it to take these actions in the federal jurisdiction states, Boomerang has made a corporate decision to take these additional compliance steps for all enrollments.

KELLEY DRYE & WARREN LLP

Marlene H. Dortch, Secretary
May 20, 2013
Page Two

2012, its federal ETC petition has been pending since December 29, 2010 and has not been approved. We also discussed possibly expanding the Commission's new audit requirements to all ETCs, which Boomerang supports.

We also described the strategic national partnerships that Boomerang has developed with organizations targeting eligible individuals to provide Boomerang's partners and consumers with additional benefits. However, Boomerang's ability to extend the benefits of those partnerships is being stalled because they cannot be fully developed in the federal jurisdiction states.

Although Boomerang did not receive approval of its compliance plan and then pending ETC designations quickly enough to participate in the Commission's broadband pilot program, Boomerang has undertaken to conduct its own trials with providing data options to Lifeline customers because it believes broadband is the future of Lifeline. Boomerang described its decision to provide 10 MB of data to its Lifeline customers along with the standard 250 minutes/texts.²

This letter is being filed electronically for inclusion in the public record of the above-referenced proceedings. Please feel free to contact the undersigned with any questions.

Respectfully submitted,



John J. Heitmann
Joshua T. Guyan

Counsel to Boomerang Wireless, LLC

Enclosure

cc: Priscilla Delgado Argeris

² Data is only available to customers that have handsets capable of utilizing it.



**Federal Communications Commission Update
May 16, 2013**

Experienced Executive Team

Dennis Henderson, CEO & Co-Founder

- Experienced executive leadership in growth-oriented telecom companies

Fred Haumesser, EVP & Co-Founder

- Executive leadership in revenue and business model development

James Balvanz, Chief Financial Officer

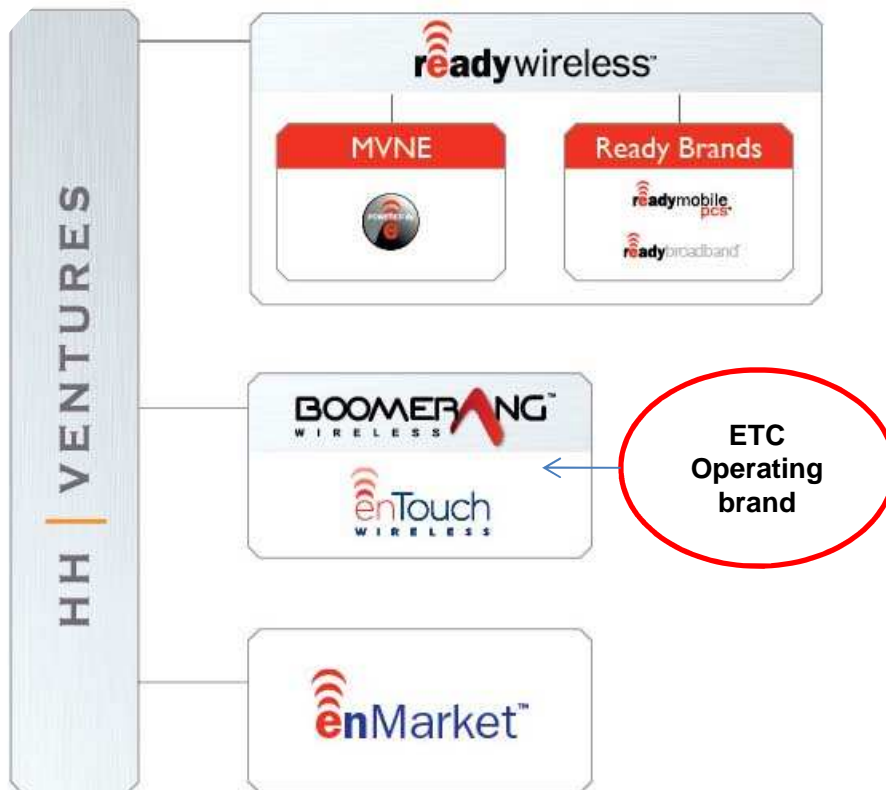
- 25 years experience in telecom regulatory and financial management

Kim Lehrman, Vice President – Marketing

- Experienced strategic marketing and product development executive in technology markets



A Diversified Family of Wireless Companies



HH Ventures LLC

- Holding company for all brands
- Privately held

Ready Wireless LLC

- MVNE operating company

Ready Mobile PCS

- Consumer brand focused on prepaid market
- National retail distribution

Boomerang Wireless LLC **dba enTouch Wireless**

- Eligible Telecommunication Company (ETC) with FCC Compliance Plan Approval

enMarket LLC

- Event marketing & distribution company

Learn more about our diversified wireless service offerings:

www.readywireless.com

www.readymobile.com

www.entouchwireless.com

A Unique Business Model

Data

- Data-capable handsets are paired with bundled voice and data plans providing Lifeline customers with a primary Internet connection

Top Ups

- Rolling-out a national retail brand for reload product with InComm
- Can be used with any ETC handset – making cash based transactions simple and nationally available



Strategic Partnerships

- National partnerships with organizations targeting eligible individuals provides partners and consumers with additional benefits



Goal: A Nationwide ETC

ETC Designation Process



FCC compliance plan approval – 8/8/2012



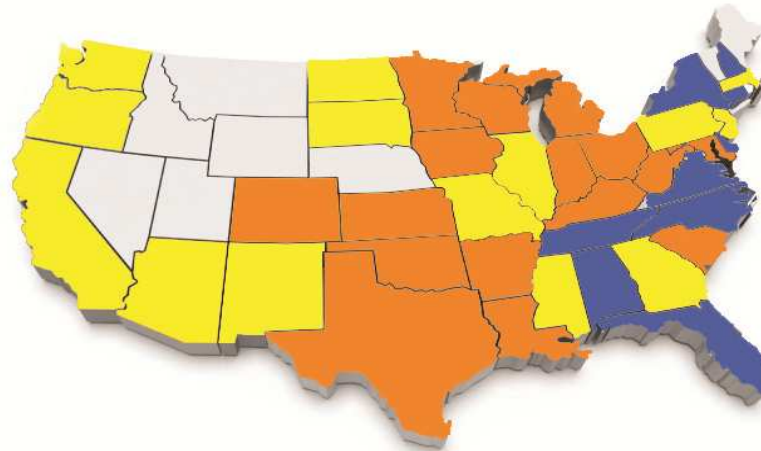
FCC states ETC Petition filed 12/2010



State approvals



Begin service to Lifeline eligible consumers - 10/2012



Approved - 16 states

Filed - Pending Approval - 14 states

Filed - Pending Approval - 10 FCC states

To Be Filed – 10 states

A Trusted Partner for Compliance Plan Management and Fraud Prevention

Event Distribution

- 100% of events managed by full time employees
- Compensation not based on unit production

Training

- All employees get regular, in-depth compliance training
- Partners trained prior to representing the program

Real-time Database Dips

- CGM is our application interface
- Real time data dips to the Melissa database
- Duplicate dip against the largest inter-company duplicates database available

Compliance Process

- Every application approved by an employee
- Check ID on every applicant
- Audit for quality assurance & process compliance

Subscriber Choice

- Event based support to change provider
- LOA back end process

Industry Initiatives

- Boomerang Wireless participates in industry efforts to defend the Lifeline program by distilling myths from facts



MISSION STATEMENT:

Boomerang Wireless supports the Lifeline program goals of ensuring all citizens have access to telecommunication service.

We will continue to work with the FCC and the Lifeline provider community to promote and implement safeguards and controls to ensure good program stewardship.

Current Issues

FCC State Designation

- FCC states filed 12/2010
- Goal to be national Lifeline provider

Wireless participation good for lifeline program

- Meets broader needs of targeted population
- Easier access to service
- Evolving service mix including talk, text and data

Direct consumer distribution helps to eliminate waste, fraud, abuse

- Focus on reaching consumers in their neighborhoods
- Screening with partners reduces potential for abuse
- Support retention of proof
- Support national database solutions

Program Support

- \$9.25 important to level of service provided by ETCs